

Braveheart Investment Group plc
Notice of General Meeting to be held on 31st March 2022 at 10.30 am

Dear Shareholder,

The Company will hold a General Meeting at 10:30am on the 31st March 2022 at the office of China Ventures Ltd, Unit 2, Common Farm, Common Lane, Mappleborough Green, Warwickshire, B80 7DP, at which the following Resolutions (both of which are conditional on the passing of the other) will be proposed:

(A) Resolution 1, which will be proposed as an ordinary resolution, is to authorise the Directors to allot relevant securities up to an aggregate nominal value of £400,000; and

(B) Resolution 2, which will be proposed as a special resolution, disapplies statutory pre-emption rights, provided that such authority shall be limited to, inter alia, the allotment of equity securities in connection with the Placing and Subscription pursuant to Resolution 1.

Resolution 1 is an ordinary resolution and requires a simple majority of those voting to vote in favour of the Resolution. Resolution 2 is a special resolution and will require not less than 75 per cent of those voting in person or on a poll by proxy to vote in favour of the Resolution.

Action to be taken in relation to the General Meeting

Shareholders will find a Form of Proxy enclosed for use at the General Meeting. Whether or not you intend to be present at the General Meeting, you are requested to complete and return the Form of Proxy (together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such authority) must be deposited at the Company's Registrars, Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL by 10.30am on 29th March 2022, or not later than 48 hours prior to the time fixed for any adjourned meeting. Completion of the Form of Proxy will not preclude a holder of ordinary shares from attending and voting in person.

Impact of COVID-19 on the General Meeting Arrangements

Shareholders are strongly encouraged to submit their votes on the Resolutions as early as possible. Due to the COVID-19 situation, the Directors have taken the decision that voting on the Resolutions at the General Meeting will be taken on a poll, rather than a show of hands, to ensure that shareholders' proxy votes are recognised.

The health and safety of our colleagues and shareholders is very important to us. For any shareholder choosing to attend in person against our recommendation, strict health and safety measures will be enforced and face coverings are recommended to be worn at all times. It will not be possible to provide refreshments. The situation in relation to COVID-19 is constantly evolving, and the UK Government may change current restrictions or implement further measures relating to the holding of General Meetings during the affected period. We will continue to monitor the situation, and any changes to the General Meeting will be communicated to shareholders before the meeting through our website and, where appropriate, by stock exchange announcement. As a precautionary measure, only a limited number of the Board will be in attendance at the General Meeting to reduce the risk of all Board members being present in the same room at the same time. Directors may be unable to informally converse with shareholders before or after the meeting due to social distancing measures.

Board Recommendation

The Board considers that the current volatility in markets is creating unexpected opportunities for investment in companies in line with the Company's investment strategy which would complement Braveheart's portfolio and investment objectives. The Board is working to identify undervalued technology investment opportunities and considers it needs the ability to offer consideration, either in full or in part, in ordinary shares in the Company to secure the best terms. The Company is not in the advanced stages of agreeing terms on any such investment as at the date of this announcement.

The Board considers that each of the Resolutions to be proposed at the General Meeting are in the best interests of the Company and its shareholders as a whole. The Board unanimously recommends that shareholders vote in favour of each of the resolutions as the Board intend to do so in respect of the Ordinary Shares held by them.

Yours faithfully

Susan Hagan
Non-Executive Director

This document should be read in conjunction with the Braveheart Investment Group plc annual report and accounts. If you are in any doubt as to the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or independent advisor, who, if you are taking advice in the United Kingdom, is authorised pursuant to the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all your Ordinary Shares in Braveheart Investment Group plc, please send this document to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. You will not receive a form of proxy for the General Meeting in the post. Instead, you will receive instructions to enable you to vote electronically and how to register to do so. You may request a hard copy form of proxy directly from the registrar, Link Group, on tel: 0371 664 0300

Registered in in Scotland with company number SC247376

Registered office: c/o Dentons, 1 George Square, Glasgow G2

BRAVEHEART INVESTMENT GROUP PLC

("The Company")

NOTICE OF GENERAL MEETING

(Registered in Scotland with company number SC247376)

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held on 31 March 2022 at 10.30 am at the office of China Ventures Ltd, Unit 2, Common Farm, Common Lane, Mappleborough Green, Warwickshire, B80 7DP to consider the following resolutions:

Ordinary Business

To consider and, if thought fit, pass the following resolutions which will be proposed as Ordinary Resolutions of the Company:

Resolution 1

THAT the directors be generally and unconditionally authorised for the purposes of Section 551 of the Companies Act 2006 (the "CA 2006") to allot or grant rights to subscribe for shares in the Company up to an aggregate nominal amount of £400,000 provided that this authority shall, unless reviewed, varied or revoked by the Company, expire on the expiry of the next Annual General Meeting of the Company save that the Company may, before such expiry, make offers or agreements which would or might require shares to be allotted and the directors may allot shares in the Company in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised authorities previously granted to the directors to allot shares pursuant to section 551 of the CA 2006 but without prejudice to any allotment of shares or grants of rights already made, offered or agreed to be made pursuant to such authorities.

Special Business

To consider and, if thought fit, pass the following resolution which will be proposed as a Special Resolution of the Company:

Resolution 2

THAT, subject to the passing of resolution 1 above, the directors, pursuant to the general authority conferred on them, be empowered pursuant to section 570 of the CA 2006 to allot for cash equity securities (as defined in section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to such allotment provided that this power shall be limited to the allotment of equity securities wholly for cash up to an aggregate nominal value of £400,000 being 38.28% of the issued share capital of the Company and shall expire on the expiry of the next Annual General Meeting of the Company, save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

Registered office:

c/o Dentons

1 George Square

Glasgow G2 1AL

BY ORDER OF THE BOARD

Trevor E Brown CEO

15 March 2022

Explanations of the Resolutions proposed:

Explanation of Resolution 1: It is being proposed to replace the existing authority of the directors of the Company to allot shares in the Company (or rights in respect thereof) in connection with section 551 of the CA 2006. The directors are seeking authority to issue up to 20,000,000 shares having an aggregate nominal value of £400,000, representing 38.28% of the issued share capital of the Company, such authority to expire on the expiry of the next Annual General Meeting of the Company.

The limitations to the directors' authority do not extend to:

- The allotment of shares, or the grant of a right to subscribe for, or convert any security into, shares in the Company pursuant to an employee's share scheme (as defined by section 1166 of CA 2006); or
- The allotment of shares pursuant to a right to subscribe for, or convert securities into, shares in the Company previously granted in accordance with directors' authority.

Explanation of Resolution 2: This resolution, proposed as a special resolution, supplements the directors' general authority to allot shares as conferred on them pursuant to Resolution 1. Section 561 of the CA 2006 requires a Company proposing to allot equity securities to offer them first to existing shareholders in proportion to their existing shareholdings. If passed, this requirement will not apply to allotment of shares for cash up to a nominal value of £400,000 being 38.28% of the issued share capital of the Company. This authority enables the directors to raise additional equity capital through an issue of shares for cash. This authority will expire after one year or at the date of the next Annual General Meeting, whichever is earlier.

Notes:

1. A member entitled to attend and vote at the General Meeting (the Meeting) is entitled to appoint one or more proxies to exercise all or any of his rights to attend, vote and speak instead of him. A proxy need not be a member of the Company. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise the rights attached to any one share.
2. To be valid, a form of proxy (other than an electronic communication appointing a proxy) together with the power of attorney or other authority (if any) under which it is signed (or a copy of such authority certified notari ally) must be lodged at the office of the Company's registrars, Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL by 10:30 am on 29 March 2022, or not less than 48 hours before the time appointed for holding any adjourned meeting.
3. Pursuant to Regulation 41 of the Uncertificated Securities Regulation 2001, the Company has specified that only those shareholders registered in the register of members of the Company as at close of business on 29 March 2022 or, in the event that this meeting is adjourned, in the register of members at the close of business, two working days prior to any adjourned meeting, will be entitled to vote, or to appoint one or more proxies to vote on their behalf, at this meeting in respect of the number of shares registered in their names at that time. Changes to entries on the register of members after close of business on 29 March 2022 or, in the event that this meeting is adjourned, in the register of members at the close of business, two working days prior to any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.
4. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
5. Completion and return of a form of proxy will not prevent a member from attending the meeting and voting in person should they wish to do so.
6. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by utilising the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
7. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ('EUI') specifications and

must contain the information required for such instructions, as described in the CREST Manual. The message regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA10) by 10:30 am on 29 March 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

8. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is therefore the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

9. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001.

10. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001.

11. In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that (i) if a corporate shareholder has appointed the chairman of the meeting as its corporate representative to vote on a poll in accordance with the directions of all the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the chairman and the chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. The guidance includes a sample form of appointment letter if the chairman is being appointed as described in (i) above.